

AMENDMENT TO LEASE

This Amendment to Lease ("**Amendment**") is made and entered into as of December ____, 2013, by and between Banc of America Public Capital Corp., a Delaware corporation with its principal executive offices located at 135 South LaSalle Street, Chicago Illinois 60603 ("**Assignee**") and COUNTY OF HIDALGO, located at 2818 S Business Highway 281, Edinburg, TX 78539 ("**Lessee**").

RECITALS

Assignee and Lessee are parties to that certain Equipment Lease-Purchase Agreement #23355 dated October 24, 2012 (the "**Lease**"). Pursuant to the terms and conditions of the Lease, Lessee has leased Equipment from Assignee (as defined in the Lease).

AGREEMENTS

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants, conditions and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignee and Lessee hereby agree as follows:

1. Modification of Purchase Option. Section 18 of the Lease is hereby amended to permit Lessee to partially prepay the Lease on or before December 31, 2013, by paying to Assignee, the amount of \$1,135,374.00, provided that no Event of Default has occurred and is continuing, or no event, which with notice or lapse of time, or both could become an Event of Default, then exists. Any such payment received will be first applied to accrued interest with the balance being applied to outstanding principal. The outstanding Lease amount will then be reset at the implicit rate in the deal and the remaining Lease Payments will be adjusted accordingly as shown in the Amendment No. 1 (the "**Amendment**"). Upon receipt of \$1,135,374.00, Assignee will transfer any and all of its right, title and interest in the M2 CORE (Border Pilot) And M3, as more completely described in Exhibit A, upgrade component of Equipment to Lessee, "**AS IS**", without warranty, express or implied, unless available solely through Motorola Solutions, Inc., except that the Equipment is free and clear of any liens created by Assignee Payments due upon exercise by Lessee of its option to purchase the Equipment upon any of the foregoing dates shall be in such amounts as set forth opposite the applicable date in Schedule 1 attached hereto and made a part hereof. Notwithstanding the foregoing, Assignee retains its security interest in the remaining Equipment as described on Schedule A to the Lease.

2. Reaffirmation. Except as otherwise provided in this Amendment, all other terms and conditions of the Lease shall remain the same and the Lease shall remain in full force and effect.

3. Capitalized Terms. All capitalized terms used herein and not otherwise defined shall the meanings as set forth in the Lease.

IN WITNESS WHEREOF, the parties hereto have signed this Amendment as of the date first written above.

ASSIGNEE:

LESSEE:

Banc of America Public Capital Corp

COUNTY OF HIDALGO

By: _____

By: _____

Title: _____

Its: _____

Amendment No.1 (the "Amendment") to Schedule B Equipment Lease-Purchase Agreement No. 23355 dated October 24, 2012 ("Schedule") to Equipment Lease-Purchase Agreement No. 23355 dated October 24, 2012 ("Agreement") by and between Banc of America Public Capital Corp. ("Assignee") and County of Hidalgo ("Lessee")

This Amendment is entered into as of December ____, 2013 by and between Banc of America Public Capital Corp. as Assignee and County of Hidalgo Lessee for the purpose of amending the above-referenced Schedule. Assignee and Lessee hereby agree to amend the Schedule as follows:

(remainder of page intentionally left blank)

Schedule B (the amortization schedule) is hereby amended (due to a partial prepayment of principal) to read as follows:

Hidalgo County (Schedule B)						
Compound Period	Annual					
Nominal Annual Rate	2.374 %					
Effective Annual Rate	2.374 %					
Event	Start Date	Amount	Number	Period	End Date	
1 Loan	11/1/2012	\$7,991,778.66	1			
2 Payment	12/31/2013	\$1,135,374.00	1			
3 Payment	1/15/2014	\$785,607.06	10	Annual	1/15/2023	
AMORTIZATION SCHEDULE - Normal Amortization						
Loan	11/1/2012	\$7,991,778.66				
Payment #	Due Date	Payment	Interest	Principal	Balance	
1	12/31/2013	\$1,135,374.00	\$221,652.86	\$913,721.14	\$7,078,057.52	
2	1/15/2014	\$785,607.06	\$6,905.47	\$778,701.59	\$6,299,355.93	
3	1/15/2015	\$785,607.06	\$149,546.71	\$636,060.35	\$5,663,295.58	
4	1/15/2016	\$785,607.06	\$134,446.64	\$651,160.42	\$5,012,135.16	
5	1/15/2017	\$785,607.06	\$118,988.09	\$666,618.97	\$4,345,516.19	
6	1/15/2018	\$785,607.06	\$103,162.55	\$682,444.51	\$3,663,071.68	
7	1/15/2019	\$785,607.06	\$86,961.32	\$698,645.74	\$2,964,425.94	
8	1/15/2020	\$785,607.06	\$70,375.47	\$715,231.59	\$2,249,194.35	
9	1/15/2021	\$785,607.06	\$53,395.87	\$732,211.19	\$1,516,983.16	
10	1/15/2022	\$785,607.06	\$36,013.18	\$749,593.88	\$767,389.28	
11	1/15/2023	\$785,607.06	\$18,217.78	\$767,389.28	\$0.00	
Grand Totals		\$8,991,444.60	\$999,665.94	\$7,991,778.66		
Last interest amount decreased by 0.04 due to rounding.						

All other terms and conditions of the Schedule remain unchanged and in full force and effect.
IN WITNESS WHEREOF, the parties have caused this Amendment to be duly executed as of the
date first written above.

Assignee:
Banc of America Public Capital Corp.

By: _____

Name: _____

Title: _____

Lessee:
County of Hidalgo

By: _____

Name: _____

Title: _____

Exhibit A

		M2 / M3 CORE
1	SQM01SUM0199	MASTER SITE CONFIGURATION
1	CA01428AD	ADD: 7.11 ZC/NM HW 24 SITES OR LESS
1	CA01429AD	ADD: 7.11 REDUNDANT HW 24 SITE/LESS
1	CA01770AA	ADD: DUAL COMMON PLATFORM HARDWARE MAX 24 SITES
1	CA01784AA	ADD: STORAGE DEVICE
1	CA01471AA	ADD: WINDOWS SUPPLEMENTAL TRANS CONFIG
1	QA01205AA	ENH: ASTRO 25 WITH IV&D
1	CA01223AA	ADD: HIGH AVAILABILITY ZC LICENSE
1	CA01723AA	ADD: BASELINE BACK UP
1	CA01395AA	ADD: 700/800 MIXED SITE OPERATION
10	CA01209AB	ENH: ASTRO 25 IV&D SITE
1	CA01225AB	ENH: MCC 7500 CONSOLE LICENSES (QTY 5)
4	CA01208AA	ENH: 500 RADIO USER LICENSES
2	Z13AG	ENH: UNIFIED NETWORK CONFIGURATOR (UNC)
2	Z802AF	ENH: USER CONFIGURATION MANAGER (UCM)
2	CA01224AB	ENH: UNIFIED EVENT MANAGER (UEM)
1	D999AL	ENH: SECURITY PARTITIONING
2	D52AJ	ENH: ZONEWATCH
2	DA00148AG	ENH: ZONE HISTORICAL REPORTS
2	Z801AM	ENH: RADIO CONTROL MANAGER
1	CA01720AA	ADD: ANTI-VIRUS SERVICE (SERVERS)
10	CA01588AA	ADD: ANTI-VIRUS SERVICE
1	TT2311	Z400 HIGH TIER WITH WINDOWS 7 (64-BIT) NON-RETURNABLE
1	T7702	ASTRO 7.11 CLIENT APPLICATION SOFTWARE
1	DS019BLK	19" LCD, BLACK, NON-TOUCH
1	SQM01SUM0189	SRC7500 SWITCHING ROUTING CENTER (7.5 - 7.12)
1	CA01420AA	ADD: DUAL CORE LAN 1-24 SITES
1	CA01345AA	ADD: DUAL GATEWAY ROUTERS STANDARD
1	CA01425AA	ADD: RED CORE ROUTER 1-24 SITES CWR
1	CA01361AA	ADD: GGSN
1	T7472	SWITCH ROUTER TERMINAL SERVER SW
1	CLN1836	2610-24 ETHERNET SWITCH
1	SQM01SUM0197	PACKET DATA GATEWAY (RACKMOUNT SERVER)
1	CA01621AA	ADD: PDG SOFTWARE FOR INTEGRATED VOICE & DATA

1	ST6000	S6000 MNR MULTI-PROTOCOL ROUTER
2	ST6017B	S6000 4 PORT ULTRAWAN II MODULE
1	CLN1836	2610-24 ETHERNET SWITCH
1	THN1013	RACK 7.5' OPEN
4	DSOP820B	PDU, 120V HARDWIRE (8) 20A OUTLET PDU WITH TYPE 3 SAD F
1	DVN4046	MASTER SYSTEM KEY STARTER KIT
1	DDN1069	DL360 G6 SERVER, HIGH TIER, WINDOWS 2008 OS
1	DDN9979	SYMANTEC ENDPOINT PROTECTION V11.0 CORP ED LIC & MEI
1	T7290	ASTRO PRESENCE NOTIFIER APPLICATION
1	DDN1069	DL360 G6 SERVER, HIGH TIER, WINDOWS 2008 OS
1	DDN9979	SYMANTEC ENDPOINT PROTECTION V11.0 CORP ED LIC & MEI
1	DVN1408C	ASTRO 25 MUPS LICENSE UP TO 50 SU
1	DLN6673C	ASTRO25 LOCATION SYSTEM SOLUTION CD
1	DDN1069	DL360 G6 SERVER, HIGH TIER, WINDOWS 2008 OS
1	DDN9979	SYMANTEC ENDPOINT PROTECTION V11.0 CORP ED LIC & MEI
1	T7228	TEXT MESSAGING SERVICES SERVER APPLICATION
1	CA01514AA	ADD: TMS SERVER STANDARD EDITION
1	CA01516AA	ADD: MS SQL SERVER SOFTWARE
1	TT2312	Z400 MID TIER WITH WINDOWS 7 (64-BIT) NON-RETURNABLE
1	DDN9979	SYMANTEC ENDPOINT PROTECTION V11.0 CORP ED LIC & MEI
1	DS019BLK	19" LCD, BLACK, NON-TOUCH
1	RVN5224J	CPS R05.01.00 ASTRO DIG APX POR MOB
1	DDN9590	SSG140 FIREWALL W/ 2 YEARS SUPPORT
1	T7688	KEY MANAGEMENT FACILITY
1	ZA00860AA	ADD: KMF SERVER AND CLIENT SOFTWARE
1	SQM01SUM0134	KEY MANAGEMENT FACILITY ENCRYPTION
1	CA00147AB	ADD: BASIC SOFTWARE OPTION
1	CA00182AC	ADD: AES ENCRYPTION KIT
1	TT2310	KMF G6 SERVER NON-RETURNABLE
1	TT2312	Z400 MID TIER WITH WINDOWS 7 (64-BIT) NON-RETURNABLE
1	DS019BLK	19" LCD, BLACK, NON-TOUCH
2	DDN9979	SYMANTEC ENDPOINT PROTECTION V11.0 CORP ED LIC & MEI
5	T7537	KVL 4000 KEYLOADER
5	U239AD	ADD: ASTRO 25 MODE
5	CA01598AA	ADD: AC LINE CORD US
5	CA00182AP	ADD: AES ENCRYPTION SOFTWARE
5	C543	ADD: CABLE FOR RNC, DIU, MGE
5	C724	CABLE, KEYLOAD
5	C725AA	ADD: KEYLOAD CABLE FOR APX PORTABLE
5	C954	ADD: CABLE FOR SPECTRA/SPECTRO
5	CA01603AA	ADD: USB COMM/CHARGE CABLE W/ CUP

5CA01803	ADD: KVL 4000 SLEEVE COVER
5HKN6182	KEYLOADING CABLE ADAPTER (GCAI)
5WPLN6905A	APX7000 KEYLOAD RS-232 CABLE
5TKN8531C	MOBILE KEYLOAD CABLE (RNC DUI MGEg)
5WPLN6904A	KEYLOAD CABLE FOR APX7000
1T7376	JUNIPER/FIREWALL GATEWAY
1DSFAP17BLK	17" NEC LCD, BLACK, NON-TOUCH MONITOR, W/ ADJ STAND
1L3225A	CERTIFIED KEYBOARD FOR RSD SERVERS AND WORKSTATION
1L3226A	CERTIFIED OPTICAL WHEEL MOUSE FOR RSD SERVERS AND V
1DSF1DA108Z	PRO3 8-PORT KVM SWITCH PS2 & USB IN/OUT
4DSF1D940106	BELKIN OMNIVIEW ENTERPRISE SERIES - KVM CABLE
4DSF1D940006	PRO3 OR QUAD-BUS KVM SWITCH ALL-IN-ONE KVM CABLE KIT
1DSRM691	KEYBOARD MONITOR SHELF
1DSRM385	19" SLIDING PIVOTING KEYBOARD W/MOUSE TRAY
1TDN8533	RACK MOUNT SHELF 19 INCH
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE
2CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1T7140	G-SERIES SOFTWARE UPGRADE
6CA01116AA	ADD: SITE REPEATER BR SW UPGRADE

2	CA01135AA	ADD: SITE REPEATER SC SW UPGRADE
1	SQM01SUM0200	MASTER SITE UPGRADE MODEL
1	CA00996AJ	ADD: NM/ZC LICENSE KEY 7.11
1	CA00997AJ	ADD: UCS LICENSE KEY 7.11
1	CA01238AA	ENH: EMAIL ALARM NOTIFICATIONS
1	ZA00151AG	ENH: AFFILIATION USER REPORTS
1	ZA00149AD	ENH: DYNAMIC REPORTS
2	CLN1838	FRU: 3500-48 ETHERNET SWITCH
1	CLN1837A	620 REDUNDANT/EXTERNAL POWER SUPPLY
2	DLN6699	SUN NETRA T5220 SERVER WITHOUT SOFTWARE
1	ST6202	SRC 24 PORT T1/E1EXP II
1	DLN6699	SUN NETRA T5220 SERVER WITHOUT SOFTWARE
1	SQM01SUM0205	GGM 8000 GATEWAY
1	CA01616AA	ADD: AC POWER
1	CLN1836	2610-24 ETHERNET SWITCH
1	CLN1838	FRU: 3500-48 ETHERNET SWITCH
1	CLN1836	2610-24 ETHERNET SWITCH
1	CLN1837A	620 REDUNDANT/EXTERNAL POWER SUPPLY
1	CLN8489	48 PORT TERMINAL SERVER
1	ST6018	S6000 12 PORT T1/E1 II MODULE
1	T7380	CO-OP WAN ROUTER RELAY PANEL
1	ST6011	S6000 4-PORT FLEXWAN MODULE
1	DKN6144A	ASSY,CBL,3 FT,RELAY PNL,CWR,S6000
1	DDN1073	DL360 VIRTUAL SERVER - NO OS NON-RETURNABLE
1	DLN6744	300 GB SAS HARD DISK DRIVE